

PC/00000/2939

John W. Kline  
3050 NE Street Terrace #102  
Wilton Manors, FL 33334

December 7, 2000

Department of State  
Corporate Records Bureau  
409 East Gaines Street  
Tallahassee, FL 32301

RE: South Florida Medical Referrals, Inc.

800003631928--5  
-02/05/01--01005--002  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Ladies and Gentlemen:

Enclosed are an original and one copy of the Articles of Incorporation for the above referenced corporation, along with a check payable to the Secretary of State in the amount of \$87.50, in payment for the following:

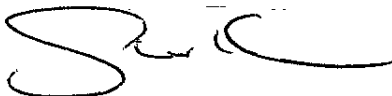
Filing Fee	\$35.00
Reg. Agent Filing Fee	\$35.00
Certified Copy	\$ 8.75
Certificate of Status	<u>\$ 8.75</u>
	\$87.50

Please return the certified copy to the address listed above.

Thank you for your attention.

Sincerely,

John W. Kline



Enclosures

FILED  
01 FEB -2 AM 11:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



gja/s

# **ARTICLES OF INCORPORATION**

**OF**

**South Florida Medical Referrals, Inc.**

The undersigned, desiring to organize a professional service organization for the Purposes hereinafter listed, pursuant to the Professional Service Corporation Act and other laws of the State of Florida, hereby certifies as follows:

**FILED**  
01 FEB - 2 AM 11:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **ARTICLE I - NAME**

The name of the corporation is South Florida Medical Referrals, Inc.  
(The "Corporation").

## **ARTICLE II - PRINCIPAL OFFICE**

The Principal office of the corporation is 2603 N. Dixie Hwy. #153, Wilton Manors, FL 33334

## **ARTICLE III - PURPOSE**

The general nature of the business to be transacted at the corporation shall be:

- (a) To provide medical referrals to the South Florida Residents. These referrals consist of physicians, medical supplies, medical transportation, chiropractors, and any medical professional that provides services for the well being seeking medical treatment.
- (b) To invest the funds raised to buy real estate mortgages stocks, bonds, or any other type of investment, necessary for the rendering of services needed to the well being of patients in need of medical services
- (c) To do anything necessary and proper for the accomplishment or furtherance of any of the purposes or attaining any of the objectives enumerated in these Articles of Incorporation, or any amendment hereto, and to do any necessary or incidental to the protection and benefit of the Corporation, and in general, either alone or in association with other corporations, firms, partnerships, artificial entities, or individuals to carry on any lawful pursuit necessary or incidental to the accomplishment or furtherance of such purposes or objectives of the corporation.

- (d) The Corporation shall have all the powers which are now, or which hereafter may be conferred upon Professional Service Organizations by the laws of the State of Florida.

#### **ARTICLE IV STOCK**

The Maximum number of shares of stock which the corporation is authorized to have outstanding any time is One Thousand (1000) shares of common stock having a par value of \$0.10 per share

#### **ARTICLE VI – EXSISTENCE**

The corporation shall have a perpetual existence commencing on December 7, 2000.

#### **ARTICLE VII – INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the initial registered agent and office of the corporation are John Kline, 3050 NE 5<sup>th</sup> Terrace # 102, Wilton Manors, FL 33334

#### **ARTICLE VIII-STOCK TRANSERABILITY**

No stockholder of the Corporation may sell or transfer his shares in the Corporation except to another individual who is eligible to be a stockholder of the Corporation under the laws of the State of Florida.

#### **ARTICLE IX – STOCK OWNERSHIP**

The Board of Directors shall require any stockholders, officer, agent, or employee of the Corporation, who has been rendering professional services to the public and who becomes legally Disqualified to render such professional services within the State of Florida, or who accept employment that. Pursuant to existing law, places restrictions or limitations upon his continuing to render such professional services, to sever all employment with, and financial interests in, the Corporation forthwith.

#### **ARTICLE X –DIRECTORS**

The corporation shall have one (1) Director initially, The number of directors may be increased or diminished, from time to time, by the bylaws adopted by the stockholders, but shall never be less than one (1).

**ARTICLE XI -INITIAL DIRECTOR**

The name and street address of the initial director of the corporation are:

Name

Street Address

John Kline

3050 NE Street Terrace, Wilton Manors, FL  
33334

**ARTICLE XII-SUBSCRIBER**

The Name and street address of the subscriber to the Articles of Incorporation are:

Name

Street Address

John W. Kline


3050 NE Street Terrace #102, Wilton  
Manors, FL 33334

**ARTICLE XIII-BYLAWS**

The Bylaws of the Corporation may be created, amended or changed by the stockholders  
Or Directors at any regular or special meeting duly held.

**ARTICLE XIII-INDEMNIFICATION**

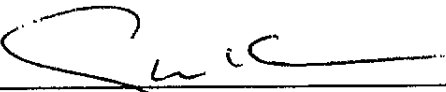
The Corporation shall indemnify any officer or director to the full extent permitted by  
Law. **IN WITNESS WHEREOF**, the undersigned has executed these articles of  
Incorporation this 7<sup>th</sup> day of December 2000.

  
\_\_\_\_\_  
John W. Kline

**ACCEPTANCE BY REGISTERED AGENT**

Having been named to accept service of process for the above stated Corporation, at the place designated in Article VII of these Articles of Incorporation, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of his duties.

Executed this 7<sup>th</sup> day of December 2000.

  
\_\_\_\_\_  
John W. Kline

(State of Florida, County of Broward)

The foregoing instrument was sworn to and subscribed before me this 7<sup>th</sup> day of December 2000. By John W. Kline, the Declarant, who is personally known to me, and did take an oath.

  
\_\_\_\_\_  
Notary Public

Printed Name: SAHARA DEVOL

My commission expires: 1-21-03

**FILED**  
01 FEB - 2 AM 11:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



Sahara DeVol  
My Commission CC803883  
Expires January 21, 2003